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INTERVIEW OF

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JOHN REARDON, CEO, CRITICAL RF

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1 JOHN HRASTAR: Good morning, Washington.

2 Welcome to Business Destiny, the show that provides
3 insights to CEOs on how to take control of their own
4 business destiny.

5 I'm John Hrastar, founder of InterSource, the
6 only company that combines proven process for dynamic
7 business growth with a CEO Advisor who has already been
8 successful in building companies and who works directly
9 with you to provide advice, support, and introduction.

10 Every week, we interview successful CEOs that
11 tell us exactly how they did it, and we help you
12 understand how to apply those same principles to the
13 daily management of your company to maximize your
14 business value and achieve your business destiny.

15 Well, good morning. Thanks for tuning in
16 again. It's another nice Saturday, last day of summer
17 this year, and we are going to be having one interview
18 with an interesting technology company, and we'll get
19 to that.

20 I want to remind you also to check out our
21 website, intersource.net, for more details on what we
22 do. We'll remind you again, and you can click to the

1 podcast. We're a little bit behind on recordings, but
2 I think we've got the bugs worked out on the technology
3 here with the transfer, change of management station
4 and so forth, and we should be caught up there pretty
5 soon.

6 Also, go check out Ameriprise. Todd Feldman,
7 one of our sponsors, they help us a lot, and especially
8 with the state of the market these days. I think we
9 had the longest journey over five days to move the
10 least in the stock market, and Todd can answer all your
11 questions about that and help you plan for the future.
12 It's Todd Feldman at Ameriprise, and you can click over
13 to him from our website, podcast.intersource.net.

14 Okay. So let's talk to our guest today, who
15 is John Reardon, CEO of Critical RF. Morning, John.
16 How you doing?

17 JOHN REARDON: Good morning, John. I'm doing
18 great. How are you today?

19 JOHN HRASTAR: Good. Glad to have you. And
20 I know you've got an interesting company, so start
21 right now by just telling us about Critical RF. What
22 is it, what do you do, what's your product?

1 JOHN REARDON: Sure. Critical RF is
2 primarily a software company. We unify communications
3 across different platforms. For example, there are 20
4 million two-way radios in the U.S., and if you're a
5 Redskins fan, you've seen them at the stadium, for
6 example. The security people carry two-way radios --
7 police, fire, et cetera.

8 Those radios traditionally have been limited
9 in the amount of communication they can have to the
10 area of the spectrum or the radio frequency that
11 propagates around a tower. So, for example, if I'm a
12 police officer in one county, traditionally, I couldn't
13 leave that county and have my two-way radio work in the
14 other county.

15 Our software allows the audio on those two-
16 way radios to become IP data, and therefore, once it's
17 IP data, you can pass it anywhere in the world to any
18 other device that can get IP data, just like you can
19 send an email anywhere in the world. Essentially, we
20 take your voice and create it into IP data package and
21 send it.

22 So the result of that, John, in a nutshell is

1 we allow what's called interoperability among all types
2 of two-way radios and other devices, like your
3 BlackBerry, your Treo, your computer. And the effect
4 of that, for example, is if we had this technology on
5 9/11 or Hurricane Katrina, the police and the fire
6 departments could have talked to one another using our
7 software.

8 Similarly today, you see a lot of police
9 officers carry two-way radios, but also a BlackBerry.
10 Those two devices can't talk to one another. Most
11 police chiefs have a BlackBerry, but they can't talk to
12 their police force with the two-way radios.

13 Our software unifies all those platforms, and
14 we think increasingly, people will go away from two-way
15 radios, which are large and kind of clunky and hard to
16 carry around, and go to mobile platforms, like
17 BlackBerrys, Treos, what we call PDAs or personal
18 digital assistants. So that's what we do.

19 JOHN HRASTAR: So just to be clear, now, I've
20 heard -- talked to some companies that are trying to
21 work on the technology on the hardware side, to make
22 radios compatible or things like that. Now, you're not

1 talking about changing anything in anybody's hands,
2 correct?

3 JOHN REARDON: That's right. And that's the
4 beauty of this solution, that it allows you to keep
5 your existing working two-way radio or your PDA, and it
6 uses software to connect all these devices together.
7 So it's easier to implement than buying a lot of new
8 hardware and training people. It's also less expensive
9 than buying a lot of hardware.

10 For example, in my home state of Virginia,
11 the state police have agreed to buy a Motorola two-way
12 radio system for \$140 million. Well, that will only
13 allow the state police to talk to one another. It
14 won't allow all the different counties and cities in
15 those radio systems to talk to that state system.
16 They'll still have to go out and spend tens of millions
17 of dollars to be interoperable, if they ever have that
18 in their budget.

19 By contrast, by loading software onto their
20 two-way radio systems, today, they could talk to that
21 network, and in fact, they wouldn't have to have those
22 hardware expenditures.

1 JOHN HRASTAR: Okay. And what about -- okay,
2 so now you're talking about people being able to
3 communicate across, you know, long distances and things
4 like that. Two-way radios work in a defined
5 geographical area, and they sort of broadcast
6 everything to everybody.

7 Now, you can't be doing that if you're going
8 to tie everyone in the country together. There's got
9 to be some way to address these calls to groups or to
10 individuals. That's not how two-way radios usually
11 work, is it?

12 JOHN REARDON: That's correct. That's
13 correct. In fact, our product, which is called
14 iWalkie, Internet walkie-talkie, allows you to make a
15 call one-to-one, in the private scenario, or one-to-
16 many. The way it works is if you've ever been on the
17 Internet and gone into a chat room, for example, you
18 can create chat rooms on the fly.

19 It's no different with our software. So you
20 and I, John, could create a chat room, and we could
21 call it "Saturday Morning," and we could talk on
22 Saturday Morning, just the two of us, but I could also

1 have all of our workforce in a different chat room. Or
2 I could call one of those workers with the iWalkie. I
3 push the button on my PDA, I make a radio call, and I
4 say, "Hey, Frank, you know, let's set up a new chat
5 room, and let's you and I and the police chief from
6 Arlington County get into that chat room together."

7 So you can create things. You have the
8 benefit of two-way radio, which is one-to-many, all at
9 the same time, everybody can hear, but also, the
10 benefit of private call as well.

11 JOHN HRASTAR: So how does this compare to
12 the push-to-talk, the Sprint, the Verizon, the cellular
13 phone service with that kind of feature?

14 JOHN REARDON: Yeah, that's a really good
15 question. Push-to-talk, as many folks know, is a very
16 popular feature with Nextel and the iDen system, and
17 then Sprint bought Nextel, and Sprint now has its own
18 push-to-talk. Verizon Wireless, you've probably seen a
19 lot of ads where they have push-to-talk now.

20 Those are all isolated networks that are run
21 by carriers in their proprietary network. So if I have
22 an iDen phone, for example, a Nextel or a Sprint phone,

1 I can't talk to the Verizon push-to-talk.

2 Our software unifies all those platforms and
3 allows them to talk to one another. So if you have a
4 Verizon Wireless push-to-talk, I have a Sprint Nextel
5 push-to-talk, today, we can't talk to one another, but
6 if we load iWalkie on our devices, then we can talk to
7 one another.

8 JOHN HRASTAR: Well, that's an interesting
9 question. So the software gets loaded on each device,
10 or is there some central place that it has to go?

11 JOHN REARDON: Well, the software would
12 reside on each device. You can go to our site and
13 download it and load it on your device. It's a very
14 thin client. In other words, it's a very thin file.
15 It doesn't take up a lot of your resources on your PDA,
16 doesn't eat up your battery time, et cetera.

17 But you would go and you would load the
18 software on your PDA, and then if someone else had that
19 software on their PDA, then they can talk to one
20 another. Now, the software allows your PDA to be
21 pointed at what's called a server. In other words, you
22 make a data call over the data network of the carrier,

1 kind of like how you send an email and it goes to a
2 server, and that data call goes through the server, and
3 then it locates who you're trying to find.

4 So it's your voice, but it's your voice going
5 out over the data network, not over the cellular
6 network. And that's an important difference, because a
7 lot of folks may know that the cellular networks, they
8 are limited in their application, and maybe you get
9 sent a bill every month that has minutes, and you have
10 to pay per-minute for your voice usage, but you don't
11 pay per-minute for your data usage.

12 The iWalkie calls are data calls, so you
13 don't get the same kind of per-minute call. It's
14 distant, independent. Those sorts of benefits apply.

15 JOHN HRASTAR: Aren't you paying per byte or
16 per kilobyte or per megabyte? I mean, isn't there per-
17 data plans?

18 JOHN REARDON: No -- well, I pay a flat rate
19 for my data plan, and so I can make all the iWalkie
20 calls I want. In fact, students at universities use
21 this today. We're in Ole Miss, FIU, U Cal San
22 Francisco. They love this aspect of it, because they

1 can get on the WiFi at the campus and they can talk to
2 all their friends using the iWalkie, and all they have
3 is a data plan, and it's a flat all-you-can-eat, or
4 they're on the campus WiFi, which is free. So it's a
5 lot of fun for them.

6 JOHN HRASTAR: Hmm. Well, that's pretty
7 interesting. I've got an all-you-can-eat voice plan,
8 too, so I'm not sure what the difference is.

9 JOHN REARDON: Well, increasingly, I think
10 we're going to see the carriers converge the data and
11 the voice plan into one all-you-can-eat, because it
12 really is getting to that point where voice and data
13 are the same, and we unify those concepts further.

14 JOHN HRASTAR: Uh-huh. I know, we're heading
15 in that direction, and have been for a while, and it'll
16 just take a few billion dollars more to get there.
17 And, John, you were starting to tell us the basics of
18 how this thing works and what it does. I have a couple
19 other questions for you. You're talking about things,
20 voice messages over data network IP traffic.

21 VoIP phones are similar kind of application.
22 I mean, obviously, not at the end use, but sort of

1 inside the network, and there's sometimes a latency
2 problem. You know, you talk and they can't hear you,
3 or there's this echo. Is that a problem with your
4 system, and if not, why not?

5 JOHN REARDON: It's not a problem with our
6 system, and that's a great question. And the reason
7 it's not is because we are what's called a half-duplex
8 call. In other words, it's truly a walkie-talkie type
9 call. When I talk, I can't hear you talking back. In
10 other words, it's one at a time. And that's what's
11 called half-duplex.

12 Full-duplex is your regular phone. When I
13 talk, if you're also talking back at the same time, I
14 can hear you in my ear. And because it's half-duplex,
15 we send the packets. The way it's packetized, they
16 don't bump into each other, and so there's no latency.
17 Well, there's about 10 milliseconds of latency, but
18 there's no perceptible latency, and that's because it's
19 a two-way radio type technology at heart.

20 It's what's called radio over IP as opposed
21 to VoIP, which is voice over IP. So one of the
22 benefits of radio over IP, as we discussed before the

1 break, is I can make one-to-many calls or one-to-one
2 calls, but I can also do that without latency problems.

3 And as a result of that, I can work on things
4 like WiFi, satellite, dial-up connections, any kind of
5 connection that is available to me with the Critical RF
6 platform is very survivable; any way I can get the data
7 across, whether it's satellite, and everything else is
8 gone in a disaster, like Katrina. So this is why it's
9 very survivable, and public safety people like it a
10 lot.

11 One of our biggest clients is the State of
12 New Hampshire. We just rolled out in ten counties in
13 Texas, et cetera, et cetera. So this plays a nice role
14 in transforming critical communications for public
15 safety forward into this age where we have a lot of
16 coverage from things like satellite, WiFi, data
17 networks that cellular providers operate, et cetera.

18 JOHN HRASTAR: So if there's nothing there,
19 you could roll up a truck, get a satellite uplink,
20 broadcast WiFi or WiMAX, and now you guys are in
21 business?

22 JOHN REARDON: Yes. In fact, we do that.

1 We've deployed in Florida, Louisiana in the latest
2 hurricane season, and we even work on the DIRECTV
3 WildBlue Internet dish. We work on anything that will
4 get you 9.6 kilobits per second, which is basically
5 dial-up.

6 And that's because we have, as I said
7 earlier, what's called a thin client. We don't take a
8 lot of resources. Voice is pretty easy to pass. It
9 doesn't have a lot of data in it, so these little bits
10 and bytes are small packets. We're not sending video,
11 for example.

12 But we're taking the benefit of -- the fact
13 that we have these networks, the Internet is very
14 survivable. If one link goes down, you can find
15 another way to get to the Internet. And a lot of
16 public safety people, I should point out, they don't go
17 over the public Internet, like the State of New
18 Hampshire has its own private -- what's called a WAN or
19 a LAN, a private Internet system set up.

20 And so in a lot of instances, that state will
21 set it up and will control who gets in and out. I just
22 can't go to the State of New Hampshire tomorrow as John

1 Q. Public and get into their system with my Treo or my
2 BlackBerry. They authorize me -- every BlackBerry or
3 every PDA has its own IP address, so they would have to
4 authorize me to get in there, give me a password, and
5 then allow me to talk to them.

6 So it's got the security that two-way radios
7 traditionally have at the public safety level. It's
8 encrypted, those sorts of things. But it also is very
9 configurable on the fly. So I could be the head of
10 FEMA and I could show up at a disaster in Louisiana,
11 and they could authorize my PDA, and I could be talking
12 over my PDA to their two-way radios on the scene at
13 that time.

14 And then when I need to leave and go back to
15 Washington, D.C., they could de-authorize me, or take
16 me out of their server so that I don't get access.

17 JOHN HRASTAR: Okay. That was something I
18 was going to ask about, you know, the data network and
19 security and things like that. So let's talk about the
20 business model itself. Okay? So you're a software
21 company. You're not a hardware company, you're not a
22 communications company, you're not a network. How do

1 you charge for this, what's the business model, and how
2 do you get customers and take care of them?

3 JOHN REARDON: Right. We have a few
4 products. We do have a little hardware gateway that's
5 about the size of a hockey puck. It's called the
6 SiteCAST, and it looks really like a hockey puck, if
7 the listeners can picture a black box about that size,
8 and it allows you to take your two-way radio system and
9 to plug that two-way radio system into the Internet,
10 essentially.

11 This black box takes that traffic and passes
12 it to IP data, but it works with our software. The box
13 alone doesn't do the magic. It's really in the
14 software. So we sell that box, along with the
15 software, and then we'll sell plans. We'll host the
16 service for people that want it hosted by us, or we'll
17 sell the server software, if agencies or companies want
18 to host it themselves.

19 For example, Apple Computer's a customer.
20 They have a large campus in Cupertino, California.
21 They have the server software running on their campus.
22 They have 61 buildings, all sorts of different devices,

1 as you can imagine. They have two-way radios. They
2 have trucks coming in with their own two-way radios,
3 PDAs. It's a large facility, large campus.

4 JOHN HRASTAR: This can work with the iPhone?

5 JOHN REARDON: It does. It does, yes.

6 JOHN HRASTAR: Okay. I didn't mean to
7 interrupt. Go ahead.

8 JOHN REARDON: Oh, no. No problem.

9 iWalkie -- in fact, the name was basically named
10 iWalkie, like Internet walkie-talkie, with the iPhone
11 in mind, so we trademarked iWalkie.

12 JOHN HRASTAR: Okay. So in that case, they
13 buy your server software, they buy your hockey puck
14 thingy, and then they load your client side software on
15 their devices, and they're doing their own thing.
16 Maybe a smaller company would sign up with you guys and
17 load the software on their devices and then run it
18 through your system? Is that how the hosted works?

19 JOHN REARDON: That's exactly right. And we
20 charge about \$25 a month per endpoint, so it's very
21 reasonable. But that's exactly right. And then if you
22 have a PDA and you don't have any two-way radios

1 involved in your business or your life, you would just
2 want to download the iWalkie software and pay us
3 through Visa, PayPal, et cetera. And so that's how we
4 sell it.

5 Our goal is -- our business model -- our goal
6 is for the large carriers -- we work with Qualcomm.
7 They're a reseller. We're working with Verizon
8 Wireless. As I mentioned, we're on -- Apple's a
9 customer. Our goal in the next year is to license this
10 technology to these carriers and these manufacturers so
11 that they will preload it on devices so that when you
12 buy your PDA for Christmas or whatever, it's preloaded
13 with iWalkie already available to you, and then you
14 just pay the carrier as part of your plan, maybe an
15 extra couple bucks a month, for use of that iWalkie,
16 but that we have licensed that to the Sprints and the
17 AT&Ts and the Verizon Wireless here in the States.

18 So we licensed that technology, and they use
19 it. We don't have a big sales force. We don't intend
20 to hire a lot of people or have storefront. That, for
21 us, just doesn't make sense. It's smarter, we think,
22 to license the software out there and let other good

1 companies who have great sales forces, like Verizon
2 Wireless and Sprint Nextel and Qualcomm, sell that
3 product for us.

4 JOHN HRASTAR: So if I'm Verizon or Sprint or
5 one of those folks, if I'm going to do that, now,
6 someone is going to say, "Hey, I can get this
7 application and run it over the data network at a
8 smaller price than I'm paying for my voice," if I'm
9 Verizon, what's my motivation to do that?

10 JOHN REARDON: Well, because it all is
11 converging anyways. If they don't do it, AT&T will or
12 Sprint will. Data and voice are all converging into
13 one, and so you're seeing a lot of these all-you-can-
14 eat voice and data plans anyways. It's going this way,
15 just like a lot of your long-distance calls now are
16 actually sent over voice over IP connections.

17 Most people may not realize that, most
18 listeners, but when you make a long-distance call, you
19 call your mom in San Francisco, the carrier's taking
20 your voice to the nearest tower, it's putting it over
21 an IP network, and it's sending it to San Francisco via
22 the Internet or a similar transport. So it's

1 actually -- this is all happening anyways. It's
2 happened in the landline telephone world. It's all
3 happening in the cellular world as well as we speak.

4 JOHN HRASTAR: And then your deal with
5 Verizon, do you get paid per client installation? Do
6 you get paid by a server license? How do you guys get
7 paid?

8 JOHN REARDON: Yeah, exactly. We get paid
9 per installation. Currently, we're working with
10 Qualcomm as our reseller. They have the relationship
11 with Verizon Wireless, and that's how they work it. So
12 basically, we get paid for every time it's loaded on
13 the device.

14 JOHN HRASTAR: Whether or not it's being
15 used?

16 JOHN REARDON: Well, whether or not it's
17 being used, right, because we can't control the end
18 user and how that works. Our goal, though -- right
19 now, how people get it is they download it, but our
20 goal is to have it preloaded in every device that's out
21 there.

22 JOHN HRASTAR: For -- again, I'm Verizon.

1 I've got servers all over the place. Is this an
2 additional load, or if I'm carrying traffic anyway,
3 it's just going to be a different kind of traffic? If
4 I'm Verizon, do I have to do a lot to my network, you
5 know, once I've put this out on all the devices for my
6 customers?

7 JOHN REARDON: Actually, we think it takes a
8 lot of traffic off the network, in terms of it doesn't
9 use the cellular side of their network, which is
10 already pretty congested. Because it uses the data
11 side of the network, it's very efficient.

12 So we think that it actually helps them free
13 up capacity on their network overall, because when you
14 make an iWalkie call, it takes a lot less space, if you
15 will, on the network than if you make a regular voice
16 call. So we think it's a benefit for them overall in
17 terms of capacity.

18 JOHN HRASTAR: Okay. Now, you -- clearly,
19 there's implications for the security, first
20 responders, government agencies, things of that nature.
21 You start putting this on the consumer network, and I
22 just have to wonder, is this going to turn into audio

1 Twitter? You know, just have a list of people, and you
2 throw things out there, and it's just voice instead of
3 text?

4 JOHN REARDON: We kind of hope so, yeah. You
5 know, with the teenage markets and the tweens, all
6 these texting kids that -- you know, we would love to
7 get into that market, and, of course, we're on college
8 campuses already in a major way. And, yeah, we think
9 that this really is a social networking, you know,
10 capability, because you can push the button on your PDA
11 or press the spacebar on your home computer.

12 And if anybody's used Skype, they know how
13 that works. You can basically use your computer to
14 talk to other people, but you're going through a PSTN
15 and terminating -- sorry, you're going through a public
16 switch telephone network, which is PSTN, and
17 terminating that on somebody's phone if you have to
18 call a phone. This is true peer-to-peer radio over IP.

19 JOHN HRASTAR: Uh-huh. Interesting. So are
20 colleges adding this to their systems and then it's
21 just a benefit for the students?

22 JOHN REARDON: That's right. For example,

1 post Virginia Tech, there was a large increase in
2 awareness that there needs to be unification of
3 communications on campus. Our company, Critical RF,
4 was contacted by several colleges; Ole Miss, University
5 of Mississippi, being a good example.

6 They had six different radio systems on this
7 campus. Approximately 60,000 students, multiple
8 buildings, but six different internal radio --
9 everybody from the campus police, building and ground,
10 IT department, et cetera. And then they had, in the
11 town of Oxford, Mississippi, it had its own police and
12 fire. And then they had -- the County of Lafayette had
13 its own police and fire.

14 So we went in and we deployed our solution so
15 that now, today, the County of Lafayette, the Town of
16 Oxford, and the university, all those radios can talk
17 to one another when they need to through our software.
18 And eventually, what we think they should do is
19 authorize every student with a PDA to be able to get
20 voice information so that alerts -- you know, there's a
21 shooter or whatever, there's a fire in the building --
22 could be sent via voice.

1 JOHN HRASTAR: I would think, if I'm the
2 university, I would -- I have the system for my own
3 use -- I would give it free or require it, because
4 that's a way to, one to many, broadcast those kinds of
5 things, and I think I heard someplace that they're now
6 using text messaging. You know, how many ways can we
7 get to people? Because a lot of folks at Virginia Tech
8 didn't know what was going on because, well, they
9 weren't at their computer, didn't get an email. You
10 know, there was no sort of broadcast methodology out
11 there.

12 JOHN REARDON: That's exactly right. And so
13 what we'd like to do is have every professor, for
14 example, be issued by the university a PDA -- a
15 BlackBerry, et cetera, any type of PDA -- and to have
16 that be a voice alert to that professor, giving them
17 that information so that there's no way that, you know,
18 they say, "Oh, you know, I didn't check my email,"
19 which happens.

20 You know, people don't always check their
21 email. But if the voice comes out across that PDA,
22 it's instant, and it's one to many; again, one of the

1 benefits of two-way radio, it's a one-to-many
2 communication.

3 JOHN HRASTAR: So, John, talk to us about how
4 this got started. What was the origin, who invented
5 it, how'd you get into this business? Take us back a
6 few years.

7 JOHN REARDON: Sure, I'm happy to, John.
8 Let's see. The company was funded by Steve Calabrese
9 in Fort Lauderdale, Florida after Hurricane Wilma went
10 through and wiped out the police/fire communications.
11 And Steve was very interested in two-way radios and
12 came up with this idea to take this traffic and
13 basically take your voice and make it IP data.

14 I found the company -- or I discovered Steve
15 and put Steve together with some financial backers that
16 I was working with because I was involved in the two-
17 way radio industry. In the Year 2001, I was the
18 president of a company called Mobex Communications. We
19 had two-way radio systems all over the country.

20 We had over 600 employees and over 60,000
21 subscribers of two-way radio service, and we sold our
22 licenses -- let's see. I ran that company in 2001. We

1 sold to Nextel for over \$100 million, and the
2 shareholders got out, and we basically went and bought
3 some more spectrum. And so I was involved in the two-
4 way radio industry and was going around to visit some
5 two-way radio shops I knew in South Florida.

6 And this was around 2005, in the summertime.
7 And I was in the process of selling some licenses and
8 was looking around at what I might do next when I sold
9 this company I was running at that time. And one of
10 the owners of the business said, "You've got to come
11 down here and see this kid who's putting these things
12 together in his parents' garage. It's pretty neat."

13 So I went into this two-way radio shop in
14 this industrial park, if you can picture this, you
15 know, and there's this big box with wires coming out
16 everywhere, and this young kid who was talking really
17 fast, too much caffeine, and he said, you know, all
18 these things about bits and bytes that I didn't
19 understand.

20 And I said, "Well, what does it do?" And he
21 took a two-way radio, John, and he pressed the push-to-
22 talk button on the two-way radio, and he said, "It

1 talks to Australia." And on the other end was a guy in
2 Australia, talking back to us.

3 And I said, "I know I've never seen that
4 before. I know two-way radios can't do that." And
5 that's when I was hooked. And so I brought some of our
6 investors from Alexandria down to look at it, and I
7 said, "Use your imagination. Picture that there aren't
8 wires coming out like spaghetti. And, you know, here's
9 this technology."

10 And so that's how I got into Critical RF, and
11 now I run the company. I sold the other licenses off,
12 and I run this company. And I'm very fortunate to have
13 some good investors. We are privately held, and we
14 are, of course, growing the technology, really, as I
15 mentioned earlier, through the licensing process, to
16 larger companies.

17 But I'm proud to say that Steve Calabrese,
18 the founder and inventor, is also with the company, and
19 he's the chief technology officer now, and so he's free
20 to continue to invent neat new things, and that's what
21 he does.

22 JOHN HRASTAR: So did he sell out, or did he

1 just bring on you as an outside management team? How
2 did that transaction work?

3 JOHN REARDON: No, we bought his company. He
4 retained a portion of the equity. We moved him to our
5 offices in southern Indiana, where we hire other
6 software people. That's a great place to get smart
7 people from schools like Purdue, but you don't have to
8 pay Washington, D.C. or Silicon Valley type pay for
9 these software developers.

10 And so we have an office in southern Indiana
11 where we basically -- it's kind of like a think tank,
12 if you will. We have software writers, and we
13 outsource some of that. But that's his role with the
14 company now. And he's very good with sales, too. He
15 understands technology, but also the two-way radio
16 industry.

17 JOHN HRASTAR: So he did something that
18 actually lots of technology CEOs probably would like to
19 do, but don't know how. It's typical. I'm sure you've
20 seen this more than this instance, as well. Somebody
21 invents something, it turns into a business, and now
22 they're running it because they started it, when in

1 reality, they'd like to be a technology person, be the
2 genius, invent things, talk to customers, look at the
3 market opportunities, and have somebody else run the
4 company.

5 And so it sounds like he made that
6 transition. Whose ideas was that? Was that his, was
7 that yours? How did that come about?

8 JOHN REARDON: Well, we talked over the
9 course of several months after I met him and saw the
10 technology, and we talked about where would he like to
11 go with the technology, and then I told him, "Hey, you
12 know, I'm in the process of selling a business I'm
13 running, and I really believe in what you're doing, and
14 I would like to put some money behind this and make it
15 a professional product, get the IP protection that's
16 needed" -- you know, intellectual property
17 protection -- "get the patents filed, all that, and
18 really make it a real company, if you will, rather than
19 just a guy selling these out of the trunk of his car."

20 He was very interested in that because he saw
21 that, as a young entrepreneur, he'd kind of hit the
22 plateau. He had worked southern Florida and all the

1 radio shops and all the police departments, and he was
2 at that plateau where he needed some investment, he
3 needed some professional management help, which,
4 hopefully, I'm professional management. I don't know.
5 Some days, I'm more professional than others.

6 But so he needed -- he realized, I think,
7 that he needed some help, and I realized it was a great
8 technology and a neat place for me to go next. So
9 basically, John, I went from a company that had a lot
10 of revenue and 600 employees and I was running that to
11 a few employees and little revenue at the beginning and
12 kind of a startup software business, but I really
13 believed in what we were doing.

14 So for people listening out there that are
15 thinking about, you know, what's the next step in my
16 career, part of it is how risk averse are you? I mean,
17 you know, when you're with a small startup company and
18 you're putting your own money into it and you're
19 really, you know, betting a lot on that, you have to be
20 willing to essentially take that risk that the whole
21 thing could fail, but if it succeeds, then your rewards
22 will be great, of course.

1 But, you know, there's not a whole lot of
2 stability, especially at the beginning when, you know,
3 Steve and myself and the other employees were doing
4 everything. I mean, you know, so it's the fun of it,
5 but it takes a certain personality, and it takes a
6 really good wife, too.

7 JOHN HRASTAR: Yes. Behind every good man,
8 there's an astonished woman, right? You -- well,
9 clearly, this is, you know, not your first endeavor, so
10 you've had some entrepreneurial experience. You know,
11 you sound like the typical serial entrepreneur.

12 It also sounds like with some previous
13 success, you had some resources and some breathing room
14 that, you know, maybe someone who just is doing this
15 for the first time doesn't have.

16 JOHN REARDON: Yeah, that's right. I went to
17 law school. I am an attorney. I have that letter "A"
18 branded on me, the scarlet letter "A", attorney. I
19 went to Columbia Law School, and I came out, and I
20 worked for a law firm for two years. Had a great
21 experience there, but in my spare time, after I did the
22 law firm work during the day, the firm allowed me to

1 recruit my own client base in the after hours and on
2 the weekends. So I would put together mailings and do
3 research and contact people.

4 The firm was Keller and Heckman in D.C.,
5 great communications firm, really nice people. But as
6 a result of that, I had a client base, and one of the
7 clients was Mobex Communications, which, in 1997, hired
8 me to be the general counsel, and then I left and I
9 became general counsel, and then I was promoted to
10 president in 2000, and then we sold to Nextel in 2001.

11 So that's kind of how I got, you know, from a
12 law firm to running a business, and I've been very
13 fortunate to be surrounded by some good people, and
14 also, believe a lot in that -- there's a saying -- I
15 think it was Thomas Jefferson who said it, but I may be
16 wrong. Listeners may know. But it's something along
17 the lines of, "I find that the harder I work, the more
18 luck I seem to have."

19 And there's a lot of truth in that. You
20 really have to be -- you have to be able to work hard,
21 but you also have to, I think, be able to also keep it
22 in balance. You know, I've got some wonderful kids,

1 very supportive, wonderful wife who's my best friend,
2 and, you know, that helps a lot.

3 JOHN HRASTAR: Yeah. You've got to have that
4 stability, that foundation. You know, if that's not
5 working, it's hard to concentrate on anything else. So
6 let's talk about your business operations. You're
7 selling this all over the country, or all over the
8 world. How do you do that? Are you on a plane five
9 days a week? Do you have a sales force? Is it -- how
10 do you get to that?

11 JOHN REARDON: I'm not on a plane five days a
12 week. I do travel a fair amount. I'll be in Florida
13 next week and California the week after that. But not
14 all the time do I need to travel and be there in
15 person. Really, this is an indirect distribution model
16 where we have good partners, and they license it from
17 us and then sell it.

18 So we have -- there is something in this
19 industry called an integrator. They take technology
20 which is best of breed and put it together into
21 product. We have a few integrators, probably names
22 that listeners may not know, like UAI, et cetera.

1 But these integrators take our technology and
2 other technologies like GPS and they integrate it into
3 one solution, and then they'll go and sell it to like
4 the National Guard or the Army.

5 Now, our goal is to, once we get the domestic
6 market really nailed in the next 6 months to 12 months,
7 our goal then is to take this global pretty quickly,
8 because time to market is important for us, and this is
9 a solution that works everywhere around the world, and
10 the Internet's everywhere around the world.

11 We think our biggest opportunities, in fact,
12 are outside the United States. So my goal a year from
13 now is to be on planes to places like Tokyo, et cetera,
14 you know, working with companies like NTT DOCOMO to get
15 this out there into those carriers and to find those
16 partners and to license it to them. And that's really
17 going to be exciting and fun.

18 JOHN HRASTAR: So it sounds like you're
19 focused mostly on government, public service agencies,
20 folks like that. Is that accurate?

21 JOHN REARDON: Well, yes and no. I mean, we
22 do have some large public safety entities, as I

1 mentioned, like State of New Hampshire and those ten
2 counties in Texas, et cetera, and that's really the
3 two-way radio-focused side of things that Qualcomm is
4 working so hard on with the government solutions side
5 of their business with our product.

6 But we also then have that consumer side,
7 which would be iWalkie, with just people who don't ever
8 have a two-way radio in their life, but want the
9 benefit of this iWalkie push-to-talk functionality. So
10 a lot of the -- and this applies overseas, too. We
11 have a public safety component, selling to government
12 users, agencies, and a consumer component.

13 I think it's really exciting because there
14 are so many PDAs, so many personal digital assistants.
15 You know, cellular phones are kind of being replaced
16 with these smartphones, these PDAS, and as that
17 continues to evolve -- the PDA is really a computer in
18 your hand that you do all of your voice, your data.

19 That will continue to be what people use more
20 and more around the world, and having a product that
21 can be loaded on that when they buy it, and then they
22 can use it, it can add functionality to that, that's

1 really, I think, a very large opportunity.

2 JOHN HRASTAR: Uh-huh. What about the
3 corporate market? I mean, I can't imagine Exxon Mobil
4 wouldn't be a good customer for you.

5 JOHN REARDON: Right. In fact, Chevron
6 Texaco is a customer. They like it a lot. And, you
7 know, one of the neat things is they can take a two-way
8 radio and they can go up and do oil exploration in
9 Alaska, for example, and they can fly in on a
10 helicopter and show up there with a satellite
11 connection, an Iridium phone, and they can have our
12 little black hockey puck box, and all those two-way
13 radios that are there in the middle of the Tundra next
14 to the polar bears or whatever, they can now talk back
15 to Bakersfield, California, and they can say, "Here's
16 what we see up here," but they've got their two-way
17 radios with them.

18 So they couldn't do that over the past -- you
19 know, they can do it through a satellite link and our
20 technology. So you're right. There's a commercial
21 market, as well.

22 JOHN HRASTAR: And that market's big, the

1 government market is big, the consumer market is big.
2 You have to focus. What's your plan going forward to
3 attack these in however order you're going to do them?

4 JOHN REARDON: Well, that's right, yeah. You
5 have to focus. And it's like that Chinese -- you know,
6 the old joke, the Chinese curse, may you be blessed
7 with opportunity. It can be a curse at times, because
8 we do have so many opportunities.

9 But what we've tried to do is hire
10 consultants in the different verticals. For example,
11 the hospital industry is a big -- we have several
12 hospitals that use our solution. So we've tried to
13 find an expert in the hospital world and hire them as a
14 consultant to help us get in there and introduce us to
15 the right people through whom we can sell it.

16 And it's the same with the university world,
17 you know, energy, things like that. So that's really
18 the way that we think we can do it, and then again,
19 find good partners who are a lot bigger than we are,
20 like Qualcomm, Apple, that sort of thing.

21 JOHN HRASTAR: So you're getting a few
22 relationships that then branch out into lots of

1 customers?

2 JOHN REARDON: That's the only way I can see
3 doing it. To have a direct sales force and go that
4 route would be long to get those -- it would be a long
5 process to get those relationships.

6 JOHN HRASTAR: You got this company when it
7 was still, you know, sort of the spaghetti wires mode
8 and, you know, fixed up the product, got it out into
9 the market, and now you're getting some brand-name
10 customers, so you're on a pretty good growth curve.
11 What's the next major hurdle that you're going to
12 reach? Is it going to be a people issue, a capital
13 issue? What's that sort of next big step you're going
14 to have to climb?

15 JOHN REARDON: Well, I think the next
16 opportunity, if you will -- you know, every challenge
17 is an opportunity, right? How's that for spinning it?
18 The next opportunity is this international growth. How
19 do we do that in a smart way, how do we find the right
20 partners?

21 Fortunately, our chairman, our main investor,
22 Don DePriest, has a lot of international contacts. He

1 ran, as the chairman, a cellular company in the former
2 Soviet Republics, which he just sold to a Swedish
3 company, TeliaSonera, for about \$340 million. That's a
4 public deal. So he's got a lot of contacts with
5 carriers overseas, like Tata Group in India, NTT
6 DOCOMO.

7 So when we brought Don into this company, it
8 was not just bringing money, it was bringing what I
9 thought to be smart money, somebody with the right
10 relationships to get us to the next level. So I think
11 that that challenge of growing overseas will be a real
12 opportunity that we need to pursue in a very smart
13 manner.

14 And the biggest concern I have, John, is
15 protecting our IP in places like China, IP meaning
16 intellectual property, in places like China, where,
17 notoriously, for companies like Microsoft, et cetera,
18 it's very difficult to prevent piracy.

19 JOHN HRASTAR: Uh-huh. So, I mean, you
20 talked about getting on a plane yourself and going to
21 these places. Obviously, you know, you become a
22 bottleneck if you're going to be doing that. What does

1 your management team look like now, and what will it
2 have to look like to support this international growth?

3 JOHN REARDON: Right now, our management team
4 is small. We have myself, we have a COO, and we have
5 the CTO at the top of the company. And then we have,
6 of course, the chairman I mentioned, who also is, you
7 know, the kind of person that would get on a plane and
8 help make these relationships.

9 But you're right. I mean, initially, we'd
10 like to be traveling a lot to some key markets and
11 setting up the right partners, but then after that, we
12 have people who can manage those countries and manage
13 those regions. And we've talked with one or two people
14 sort of on the side already about, "Hey, you know, when
15 we go to Asia, would you be interested in helping us
16 get there, and would you be interested in building
17 that?"

18 And, of course, I'd have no problem working
19 the South of France region myself, so --

20 JOHN HRASTAR: Everyone has their specialty.
21 These people you're talking to, they're the integrator
22 types, same as you're talking to here, or are they

1 different kinds of operations?

2 JOHN REARDON: They are primarily people who
3 have run companies before and are high-energy, very
4 intelligent, and very ethical people. And those are
5 the sorts of people that I think we need to represent
6 us and then find the right relationships overseas.

7 JOHN HRASTAR: So they would be licensees,
8 contractors, partners, employees?

9 JOHN REARDON: I think they would have to be
10 employees, and they would be given stock, and they
11 would be made a part of the overall effort, and really
12 an important part of what we're doing. And probably,
13 what we would do is we would set up subsidiaries, which
14 is what we did with Mobex Communications.

15 I mean, we had 11 different subsidiaries. It
16 became kind of crazy. Every time we'd go into a new
17 state, we'd create Mobex Texas, Mobex Idaho, Mobex
18 Ohio. But, you know, that's what we do.

19 JOHN HRASTAR: Is this you, the lawyer,
20 building up things to do?

21 JOHN REARDON: I wish I was that smart. You
22 know, when I was getting paid by the hour, they

1 wouldn't tell me all the problems they had, and then I
2 got hired on salary, and then they really opened up the
3 kimono and showed me everything I had to do, so --

4 JOHN HRASTAR: Yeah, "Here's your workload
5 for the next three years."

6 JOHN REARDON: That's right.

7 JOHN HRASTAR: Okay. So, you know, you'll
8 eventually conquer the world. Then what? I mean,
9 what's your exit strategy? Have you thought about a
10 milestone, the time? Is there -- you know, what's
11 going to happen at the -- something's going to
12 transition.

13 JOHN REARDON: You know, good things happen
14 as long as you have a lot of recurring revenue. You
15 can make choices, and that's a nice place to be in.
16 And software and licensing allows that model to occur.

17 It's kind of back when I was in the two-way
18 radio business and we had the 60,000 subscribers, they
19 would pay a monthly bill, and that was recurring
20 revenue, which is really nice, because usually,
21 somebody that wants to come and buy your company, like
22 Nextel bought Mobex, would value that recurring revenue

1 on a multiple of that recurring revenue, whereas if
2 you're a traditional manufacturer, for example, they
3 may just pay two or three times your revenue. In the
4 recurring revenue business, they'll usually pay 7, 10,
5 12 times; that kind of multiple.

6 So our goal is to grow as much recurring
7 revenue as we can through licensing and through server
8 hosting and software maintenance charges. And then
9 really, if somebody comes along and is interested in
10 acquiring the company, at that point in time, I guess
11 we'd have to look at the options.

12 You know, we were laughing the other day
13 because it used to be ten years ago that going public
14 was a goal, becoming a public company, and today,
15 that's probably the last thing that a lot of small and
16 growing companies want to do with all the Sarbanes-
17 Oxley and all the -- you know, everything that's
18 happening on Wall Street.

19 So definitely, my speech has changed. It
20 used to be go public is our goal, and now it's stay
21 private.

22 JOHN HRASTAR: Stay private and get acquired.

1 Is there a certain size at which you'd be attractive to
2 the right kind of company, and would that company be
3 more of a software type of company or a communications
4 type of company? I mean, I know you're a software
5 company, but you're kind of in the communications
6 space. How is the market going to see you?

7 JOHN REARDON: You know, that's a really good
8 question. For example, I could see on the public
9 safety side, a company like Motorola that sells a lot
10 of two-way radios to police, for example.

11 I could see a company like that, if we were
12 successful in taking away some business from them,
13 where, for example, police departments may not want to
14 buy \$5,000 Motorola radios. Instead, they'd, you know,
15 load our software on their existing system and get the
16 same benefit or replace a radio with a PDA.

17 I could see that becoming of interest to a
18 company like Motorola if we started to get big enough
19 for that to happen. But, you know, that's just one
20 avenue. And then you have a lot of carriers and a lot
21 of other companies, like Google and eBay. I mean, eBay
22 bought Skype for, what, \$3 billion, some crazy number

1 like that.

2 But, you know, who knows what's going to
3 happen, and who knows who the next company is that's
4 out there with a wireless product, like a Clearwire?
5 They have -- they're building what's called WiMAX with
6 Sprint, and WiMAX essentially is WiFi on steroids.
7 It's WiFi, but everywhere, and really robust. And a
8 company like that would be a perfect pipeline to
9 provide iWalkie over.

10 Now, do they get then in -- do they go
11 vertical and get into the market of software and
12 products on that pipeline? I don't know.

13 JOHN HRASTAR: What's the competition? And
14 you mentioned IP a couple of times -- the intellectual
15 property, not the Internet protocol. What's to prevent
16 somebody from a Verizon or some other guy in a garage
17 saying, "Oh, yeah, radio over IP? Sure, I can do
18 that," and then coming out with a different product?

19 JOHN REARDON: Well, hopefully, our patents
20 are airtight enough that somebody couldn't do exactly
21 what we're doing. You know, the thin client that I
22 mentioned, the fact that we work on any connection,

1 some of the other things that we have which are
2 proprietary; for example, we can hit -- kind of like a
3 gunshot, hit every port that's available that's open on
4 your data network on your PDA so that carriers can't
5 block our iWalkie. That's a patented invention.

6 You know, so some neat things that we do.
7 So, you know, there could be imitators out there and
8 there could be other folks who come up with a different
9 mousetrap, but we think we have the best mousetrap, and
10 so rather than go to all the trouble of trying to
11 invent a better mousetrap than ours, why not work with
12 us? We're pretty nice guys.

13 JOHN HRASTAR: Are there other competitors
14 that are doing what you're doing, radio over IP?

15 JOHN REARDON: There are. There are some
16 other folks who do radio over IP. Primarily, what they
17 require is what's called a static IP address, which is
18 a big disadvantage, because you have to know where
19 you're going to be to use their systems, and in an
20 emergency, for example, you don't know where you're
21 going to be.

22 So you -- our system, you don't need to

1 advance provision the IP address. I can show up here
2 in the office, and I showed you how I can get on the
3 iWalkie and talk to you right here, you know, just
4 using the data plan here.

5 So I don't know where my emergency's going to
6 be or where I need to communicate and where I will be,
7 and so we allow you to be anywhere in the world and
8 communicate. Those other companies require a static IP
9 address. They have to know in advance exactly where
10 you'll be, set up that connection.

11 JOHN HRASTAR: Okay. And so it sounds like
12 you've got some advantages, and then, you know, sure,
13 they would tell me they have some advantages, but
14 you're here and you've got the airtime.

15 JOHN REARDON: Well, and also, they don't
16 work on PDAs. I mean, they don't work on BlackBerrys
17 and Treos and those, you know, mobile devices that
18 everybody carries.

19 JOHN HRASTAR: Okay. So at some point, do
20 you plan on taking your company out to sell it, or are
21 you just going to wait until the phone rings and some
22 voice says, "We want to buy you"?

1 JOHN REARDON: Yes and yes. I don't know.

2 Never say never, right? But if you have a good product
3 and you're providing good service to customers, then
4 those are nice problems and nice choices to have. So I
5 don't know what the future holds, John, but it sounds
6 like it's going to be a lot of fun either way.

7 JOHN HRASTAR: Uh-huh. You're capitalized
8 fine right now. Is that ever going to be an issue? I
9 mean, are you going to get to a point where, "Oh, my
10 gosh, we need \$100 million to go do whatever's next"?

11 JOHN REARDON: I can't see that happening.
12 We are fully funded, privately held. We're not out
13 looking for money. But I can't see a real need for a
14 lot of money like that to do anything. As long as we
15 found the right partners in different countries to grow
16 what we already have -- you know, the software's
17 already invented, the applications already work.

18 You know, this isn't pie-in-the-sky stuff
19 that we have to develop. They're things that we have
20 now. So if listeners go to our website, they'll see
21 our products -- criticalrf.com. And Critical RF is,
22 you know, a company with real customers, and this is

1 real -- you know, it's happening today, so --

2 JOHN HRASTAR: Uh-huh. Yeah, you've
3 mentioned some names that people certainly recognize.
4 So criticalrf.com. And if say someone's a, whatever, a
5 government official or owns a company or maybe even
6 just wants to put their family on this, is there any
7 way that they can look at the system or check it out?

8 JOHN REARDON: Oh, sure, yeah. We'd be happy
9 to send a download for them. If they go to
10 criticalrf.com, they'll see a spot there under "Contact
11 Us" where they can send us an email and say, "Hey, I'd
12 like to try the software out and get a free download,"
13 and, you know, load it up on your PDA or load it up on
14 your home computer, put it on your radio system, and
15 we'd be happy to send that to them.

16 And then we would run that on our own server.
17 We have a demo server. And so they can get the real
18 experience, and they run it through our server in
19 southern Indiana. And it's a lot of fun, and they
20 could talk to me, you know, by just pushing the button
21 on their PDA or pressing the spacebar on their
22 computer.

1 JOHN HRASTAR: So someone could actually try
2 this out and then figure out if they like it or not and
3 then maybe start with the hosted model and go from
4 there?

5 JOHN REARDON: That's right. That's right.
6 And that's really how we do it is we say, "Hey, try it.
7 See if you like it. Call us if you have any
8 questions." And it kind of sells itself once people
9 see how easy it is. I'm not a technology guy, as you
10 know. I'm an attorney, you know. But even I can use
11 it.

12 JOHN HRASTAR: Yeah. Are you hiring anyone
13 in this area, or just out in Indiana?

14 JOHN REARDON: We are hiring primarily
15 software people in Indiana.

16 JOHN HRASTAR: Okay. So anyone who's
17 listening online or wants to move to Indiana, I'm sure
18 you're getting -- you're looking for some good people
19 with that kind of growth.

20 John, we are out of time. There's actually a
21 whole bunch more questions I have, but we're running
22 out. So I appreciate your coming in. Thanks a lot.

1 It's been interesting.

2 JOHN REARDON: Thank you, John. It's been a
3 lot of fun.

4 JOHN HRASTAR: Yeah. And if you want to
5 listen to this show -- hopefully, we're going to get
6 the bugs worked out and we'll get the recordings up --
7 you can go to podcast.intersource.net.

8 You can also go to our news and information
9 site at info.intersource.net and read articles that
10 we've posted. I just put one up about the 11 issues
11 that if you're a baby boomer business owner looking to
12 sell your company, you're going to have that are not
13 the same issues that -- it's not your father's
14 transaction.

15 So go check that out, and we'll be back next
16 week with another show on Business Destiny, Talk Radio,
17 570 AM.

18 MALE SPEAKER: You've been listening to
19 Business Destiny on Talk Radio 570, WTNT, brought to
20 you by InterSource. When business as usual is not good
21 enough, call InterSource.

22 Join us again next Saturday from 8:00 until

1 9:00 a.m. for Business Destiny on Talk Radio, 570,
2 WTNT, Bethesda, Washington.

3 (Whereupon, the interview was concluded.)

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